

### MARGINAL NOTATION FORM

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DeSoto County Chancery Clerk's Office  
W.E. "Sluggo" Davis, Chancery Clerk

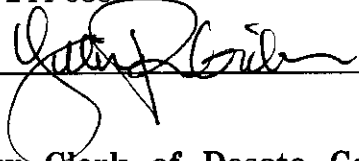
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[SPACE ABOVE LINE FOR RECORDER'S USE ONLY]

Site Name: Handy Corner  
Site ID: 159515

This Instrument Was Prepared By and  
When Recorded Mail To:

Lillian R. Gilmer, Esq.  
Waller Lansden Dortch & Davis  
A Professional Limited Liability Company  
511 Union Street, Suite 2700  
Nashville, Tennessee 37219  
Phone: 615-244-6380

Signature: 

To the Chancery Clerk of Desoto County, Mississippi: The real property described herein lies in the City of Olive Branch, Mississippi, situated in Section 24, Township 1 South, Range 6 West, Desoto County, State of Mississippi.

MEMORANDUM OF WATER TOWER LEASE AGREEMENT

STATE OF MISSISSIPPI

COUNTY OF DESOTO

THIS MEMORANDUM OF WATER TOWER LEASE AGREEMENT  
("Memorandum") is executed by and between METRO DESOTO UTILITIES CO.,

INC., whose mailing address is 100 Peabody Place, Suite 1400, Memphis, Tennessee 38103 ("Lessor") and VERIZON WIRELESS TENNESSEE PARTNERSHIP, a Delaware general partnership, d/b/a Verizon Wireless, whose address is 180 Washington Valley Road, Bedminster, New Jersey 07921 ("Lessee").

RECITALS:

WHEREAS, Lessor and Lessee entered into that certain Water Tower Lease Agreement dated the 22<sup>nd</sup> day of June, 2005 (the "Lease"); and

WHEREAS, Lessor and Lessee desire to file this Memorandum of record in the Register's Office of Desoto County, Mississippi, in order to provide record notice to all third parties of Lessee's rights under the Lease;

NOW, THEREFORE, for and in consideration of the Premises (as defined herein), the covenants and promises of the parties set forth herein and in the Lease, and for other good and valuable consideration, the receipt, adequacy and sufficiency of which is expressly acknowledged by the parties hereto, Lessor and Lessee agree and acknowledge for themselves, their respective successors and assigns, as follows:

Subject to and in consideration of the terms and conditions set forth in the Lease, Lessor leases to Lessee, and Lessee agrees to lease from Lessor, a portion of Lessor's Water Tower ("Tower") located at 8604 Hacks Cross Road, Olive Branch, Desoto County, Mississippi (the entirety of LESSOR's property is referred to hereinafter as the "Property"), together with a parcel of land (the "Premises") located in Desoto County, Mississippi, and more particularly described on Exhibit "A" attached hereto and incorporated herein by reference. Lessor also grants to Lessee those easements for access and utilities (the "Right of Way") more particularly described on Exhibit "A" attached hereto and incorporated herein by reference.

The Lessor claims title under an instrument previously recorded in the Register's Office of Desoto County, Mississippi, in Deed Book 157, page 137.

To have and to hold the Premises unto Lessee, its successors and assigns, for a term of five (5) years commencing as provided in the Lease, and continuing until midnight on the fifth anniversary of the "Commencement Date" (as defined in the Agreement) (the "Primary Term"), subject to Lessee's option to extend the term for four (4) additional terms of five (5) years each upon the terms and conditions set forth in the Lease;

The rent and other obligations of Lessor and Lessee are set forth in the Lease, to which reference is made for further information. If a conflict exists between the terms of the Lease and those contained in this Memorandum, those contained in the Lease shall govern and be controlling;

This Memorandum contains only selected provisions of the Lease, and reference is made to the full text of the Lease for the full terms and conditions. This Memorandum shall not, in any way, amend or supersede the terms and conditions of the Lease;

This Memorandum and the Lease are governed by the laws of the State of Mississippi.

[Remainder of this page intentionally left blank.]

**IN WITNESS WHEREOF**, Lessor and Lessee have caused their names to be signed as of the date and year first above written.

**LESSOR:**

METRO DESOTO UTILITIES CO., INC.

APPROVED Legal Dept.

John

By: Irvin S. Skopp  
Name: Irvin S. Skopp  
Title: Authorized Agent  
Date: 6/22/05

**LESSEE:**

**Verizon Wireless Tennessee Partnership  
d/b/a Verizon Wireless**

By: Cellco Partnership, its General Partner

By: Hans F. Leutenegger  
Area Vice President – Network  
South Area

STATE OF TENNESSEE  
COUNTY OF Shelby

Personally appeared before me, the undersigned authority in and for the said county and state, on this 22nd day of June, 2005, within my jurisdiction, the within named Jevin S. Skopp, who acknowledged that he is Authorized Agent of Metro Desoto Utilities Co., Inc., a Mississippi corporation, and that for and on behalf of the said corporation, and as its act and deed he executed the above and foregoing instrument, after first having been duly authorized by said corporation so to do.

Sandra Perry  
NOTARY PUBLIC



MY COMMISSION EXPIRES 2 23 09

Commission Expires: \_\_\_\_\_

STATE OF NORTH CAROLINA )  
COUNTY OF Mecklenburg )

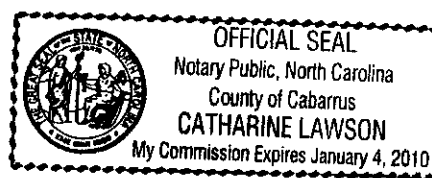
BEFORE ME, the undersigned, a Notary Public in and for the County and State aforesaid, personally appeared Hans F. Leutenegger, with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), and who upon oath acknowledged himself to be Area Vice President – Network South Area of Cellco Partnership, the general partner of Verizon Wireless Tennessee Partnership, a Delaware general partnership, and that Hans F. Leutenegger, as such Area Vice President, being authorized so to do, executed the foregoing instrument for the purposes therein contained, by signing the name of the general partnership by himself as Area Vice President – Network South Area.

Witness my hand and seal, at office in Charlotte NC,  
this the 14 day of June, 2005.

Catharine Lawson  
NOTARY PUBLIC

My Commission Expires: \_\_\_\_\_

(NOTARIAL SEAL)



**EXHIBIT A****The Property****Parcel I**

Beginning at the southwest corner of Section 13, Township 1-South, Range 6-West, Desoto County, Mississippi, said point being in the center of Hacks Cross Road; thence run south 89 deg. 41 min. east along the south line of Section 13 a distance of 1740.65 ft. to the east line of Replat Section "A", Holiday Industrial Park (plat Book 14, pages 11-15); thence run north 0 deg. 17 min. 22.9 sec. east along said east line 326.25 ft. to an angle point; thence run north 8 deg 48 min. 01.1 sec. west along said line 347.70 ft. to a corner of said Subdivision, said point being the true point of beginning; thence run north 89 deg. 41 min. west 15.20 ft. to a corner of said Subdivision; thence run north 8 deg. 48 min. 01.1 sec. west along the east line of said Subdivision 131.06 ft. to a corner; thence run north 81 deg. 11 min. 59 sec. east 15.0 ft. to a corner of said Subdivision; thence run north 8 deg. 48 min. 01.1 sec. west along the east line of said Subdivision 362.65 ft. to a point in the accepted Tennessee-Mississippi State Line; thence run south 89 deg. 41 min. east along said line 443.30 ft. to a point; thence run south 8 deg. 48 min. 01.1 sec. east 476.11 ft. to a point; thence run south 81 deg. 47 min. west 133.10 ft. to a point; thence run north 89 deg. 41 min. west 308.50 ft. to the point of beginning, containing 217,805.2 square feet or 5.00 acres subject to avigation easement, location of sewer treatment plant and utility lines.

**Parcel II**

Beginning at a point where the south line of Section "A" of the Holiday Industrial Park intersects the east right-of-way line of Bethel Road (106' right of way), a called distance of 3570 feet south of the centerline of State Line Road, said point being 12.5 feet south of a railroad under construction; thence East, along said south line of Section A and parallel to the railroad, 347.20 feet to a point; thence West, 367.95 feet to a point; thence West 347.20 feet to a point in the east right of way line of Bethel Road; thence along the east right of way line of Bethel Road North, 367.95 feet to the point of beginning containing approximately 2.93 acres.

LESS and EXCEPT the following land:

A parcel of land located in the Southwest Quarter of the Northwest Quarter and the Northwest Quarter of the Southwest Quarter of Section 24, Township 1 South, Range 6 West, in the City of Olive Branch, Desoto County, Mississippi:

Begin at a found iron pin in the North right-of-way line of High Point Cove (80 foot right-of-way) (40 feet from centerline), said point being at the Southwest Corner of Lot 62, Section "D", Holiday Industrial Park (Plat Book 18, Pages 11-12); thence, with the North right-of-way line of High Point Cove, S89°05'19"W, a distance of

59.78 feet, to a set iron pin with identification cap (typical of all iron pins referred to herein as set) at the Southeast Corner of Home Telephone Company (Book 212, Page 441); thence, with the East line of Home Telephone Company, N00°35'4"W, a distance of 85.00 feet, to a set iron pin at the Northeast Corner of Home Telephone Company; thence, with the North line of Home Telephone Company, S89°05'19"W, a distance of 70.00 feet, to a set iron pin at the Northwest Corner of Home Telephone Company; thence, with a severance line through the Metro Desoto Utilities Property (Book 157, Page 137) the following courses: N00°35'41"W, a distance of 71.04 feet, to a set iron pin; thence N89°05' 19"E, a distance of 31.12 feet, to a set iron pin; thence, N47°13'12"E, a distance of 132.28 feet, to a set iron pin in the West line of said lot 62; thence, with said West line, S00°44'49"E, a distance of 244.32 feet to the point of beginning.



## The Premises

### Lessee's Demised Premises

Property located in the Northwest Quarter of the Southwest Quarter of Section 24, Township 1 South, Range 6 West, Desoto County, Mississippi, and being more particularly described as follows:

Beginning at an iron pin at the southeast corner of Verizon Wireless Tennessee Partnership's equipment site leasehold area, said iron pin being North 75 degrees 31 minutes 00 seconds West, 139.19 feet from an iron pin in the north margin of High Point Cove at the southwest corner of Lot 62, Section "D", Holiday Industrial Park, of record in Plat Book 18, Pages 11-12, of the Chancery Court Clerk's Office of DeSoto County, Mississippi;

Thence, South 89 degrees 28 minutes 00 seconds West, 35.00 feet to an iron pin at the southwest corner of Verizon Wireless Tennessee Partnership's equipment site leasehold area;

Thence, North 00 degrees 32 minutes 00 seconds West, 20.00 feet to an iron pin at the northwest corner of Verizon Wireless Tennessee Partnership's equipment site leasehold area;

Thence, South 89 degrees 28 minutes 00 seconds East, 35.00 feet to an iron pin at the northeast corner of Verizon Wireless Tennessee Partnership's equipment site leasehold area;

Thence, South 00 degrees 32 minutes 00 seconds East, 20.00 feet to the point of beginning, containing 700 square feet.

Being a portion of the property conveyed to Metro Desoto Utilities Co., Inc. of record in Deed Book 157 Page 137, of the Chancery Court Clerk's Office of DeSoto County, Mississippi.

### The Right of Way

Property located in the Southwest Quarter of the Northwest Quarter, and the Northwest Quarter of the Southwest Quarter of Section 24, Township 1 South, Range 6 West, Desoto County, Mississippi, and being more particularly described as follows:

Being a twenty foot wide joint ingress / egress and public utility access easement extending from the east margin of Hacks Cross Road to the south margin of Verizon Wireless Tennessee Partnership's equipment site leasehold area, at all

times being ten feet wide each side and parallel to the following described centerline:

Beginning at an iron pin in the east margin of Hacks Cross Road, said iron pin being North 57 degrees 11 minutes 45 seconds West, 416.38 feet from an iron pin in the north margin of High Point Cove at the southwest corner of Lot 62, Section "D", Holiday Industrial Park, of record in Plat Book 18, Pages 11-12, of the Chancery Court Clerk's Office of DeSoto County, Mississippi;

Thence, leaving the east margin of Hacks Cross Road, South 89 degrees 38 minutes 46 second East, 84.80 feet to an iron pin;

Thence, South 00 degrees 31 minutes 50 seconds East, 209.21 feet to an iron pin;

Thence, North 89 degrees 28 minutes 00 seconds East, 103.84 feet to an iron pin;

Thence, North 00 degrees 32 minutes 00 seconds West, 17.59 feet to a point in the south margin of Verizon Wireless Tennessee Partnership's equipment site leasehold area, at the point of termination of said easement, said point being South 89 degrees 28 minutes 00 seconds West, 24.81 feet from an iron pin at the southeast corner of Verizon Wireless Tennessee Partnership's equipment site leasehold area, containing 8,309 square feet, (0.191 acres).

Being a portion of the property conveyed to Metro Desoto Utilities Co., Inc., of record in Deed Book 157, Page 137, of the Chancery Court Clerk's Office of DeSoto County, Mississippi.

#### Utility Easement #1

Property located in the Southwest Quarter of the Northwest Quarter, and the Northwest Quarter of the Southwest Quarter of Section 24, Township 1 South, Range 6 West, Desoto County, Mississippi, and being more particularly described as follows:

Being a ten foot wide public utility easement extending from the north margin of High Point Cove to the south margin of Verizon Wireless Tennessee Partnership's joint ingress/egress and public utility access easement, being described as follows:

Beginning at a point in the north margin of High Point Cove, said point being South 89 degrees 04 minutes 18 seconds West, 132.25 feet from an iron pin in the north margin of High Point Cove at the southwest corner of Lot 62, Section "D",

Holiday Industrial Park, of record in Plat Book 18, Pages 11-12, of the Chancery Court Clerk's Office of DeSoto County, Mississippi;

Thence, with the north margin of High Point Cove, South 89 degrees 04 minutes 18 seconds West, 12.76 feet to a point;

Thence, leaving the north margin of High Point Cove, North 39 degrees 16 minutes 21 second West, 11.19 feet to a point in the south margin of Verizon Wireless Tennessee Partnership's joint ingress / egress and public utility access easement;

Thence, with the margin of said easement, North 89 degrees 28 minutes 00 seconds East, 6.47 feet to a point;

Thence, North 00 degrees 32 minutes 00 seconds West, 7.93 feet to a point;

Thence, leaving the margin of Verizon Wireless Tennessee Partnership's joint ingress/egress and public utility access easement, South 39 degrees 16 minutes 21 seconds East, 21.24 feet to the point of beginning, containing 137 square feet.

Being a portion of the property conveyed to Metro Desoto Utilities Co., Inc. of record in Deed Book 157, Page 137, of the Chancery Court Clerk's Office of DeSoto County, Mississippi.

#### Utility Easement #2

Property located in the Southwest Quarter of the Northwest Quarter, and the Northwest Quarter of the Southwest Quarter of Section 24, Township 1 South, Range 6 West, Desoto County, Mississippi, and being more particularly described as follows:

Being a ten foot wide public utility easement extending from the east margin of Hacks Cross Road to the west margin of Verizon Wireless Tennessee Partnership's joint ingress / egress and public utility access easement, at all times being five feet wide each side and parallel to the following described centerline:

Beginning at a point in the east margin of Hacks Cross Road, said point being North 74 degrees 42 minutes 57 seconds West, 360.97 feet from an iron pin in the north margin of High Point Cove at the southwest corner of Lot 62, Section "D", Holiday Industrial Park, of record in Plat Book 18, Pages 11-12, of the Chancery Court Clerk's Office of DeSoto County, Mississippi;

Thence, leaving the east margin of Hacks Cross Road, South 42 degrees 39 minutes 13 seconds East, 110.65 feet to a point in the east margin of Verizon

Wireless Tennessee Partnership's joint ingress/egress and public utility access easement, containing 1,107 square feet.

Being a portion of the property conveyed to Metro Desoto Utilities Co., Inc. of record in Deed Book 157, Page 137, of the Chancery Court Clerk's Office of DeSoto County, Mississippi.